

MARVEL
COMICS

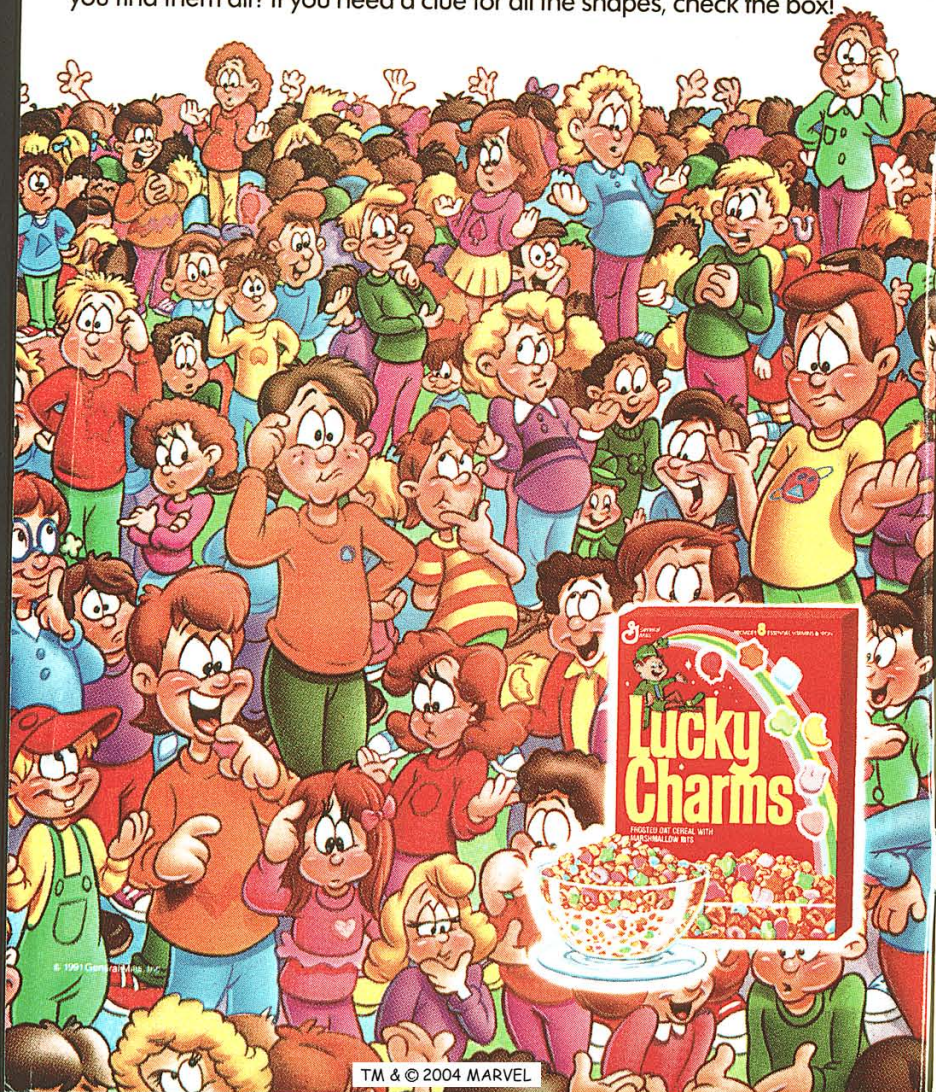
\$1.00 US
\$1.25 CAN
348
JUNE
02457

APPROVED
BY THE
COMICS
CODE
AUTHORITY
C.A. 02457



LUCKY AND HIS DELICIOUS MARSHMALLOW SHAPES ARE HIDDEN!

To keep people from getting his Lucky Charms cereal, Lucky's hidden himself and his seven marshmallow shapes somewhere in this picture. Can you find them all? If you need a clue for all the shapes, check the box!



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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDERFUL WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee
PRESENTS: **THE AMAZING SPIDER-MAN®**

RIGHTEOUS SAND



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ERIK LARSEN PENCILER
RANDY EMBERLIN INKER
RICK PARKER LETTERER
BOB SHAREN COLORIST
DANNY FINGEROTH EDITOR
TOM DE FALCO EDITOR IN CHIEF

THE AMAZING SPIDER-MAN® Vol. 1, No. 348, June, 1991. (ISSN# 0274-5232) Published by MARVEL COMICS, Terry Stewart, President. Stan Lee, Publisher. Michael Hobson, Group Vice President. Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1991 by Marvel Entertainment Group, Inc. All rights reserved. Price \$1.00 per copy in the U.S. and \$1.25 in Canada. Subscription rate for 12 issues: \$12.00 U.S.; \$17.00 Canada; and \$24.00 foreign. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO: THE AMAZING SPIDER-MAN, c/o MARVEL COMICS, 9TH FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Printed in the U.S.A.

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IT IS! IT'S HIM!

TOLD YA HE'S BEEN BOARDIN' WITH US!

CAN I HAVE YOUR AUTOGRAPH, SIR?



SURE, KID! UH...

...IS PRINTIN' OKAY?

MR. MANN? I-I MEAN MR. BAKER?



SORRY, AFTER CALLING YOU "SYLVESTER MANN" FOR SO LONG, IT'S HARD TO THINK OF YOU AS WILLIAM BAKER. OR --

-- AS THE SANDMAN! NOT THAT YOU HAVEN'T BEEN A FINE BOARDER! AND THAT MAKES IT EVEN MORE DIFFICULT--



-- TO ASK YOU TO LEAVE!

HUH? M-MRS. CASADA, WHY?!



SINCE YOU BECAME AN AVENGER, * YOUR WHEREABOUTS MADE PUBLIC, THE PRESS HAS HOUNDED US EVERY SECOND!

MY CHILDREN DESERVE A NORMAL LIFE! AND SO DO I.

* IN AVENGERS # 329. --DANNY



YEAH, I GUESS YOU DO.

I'LL SEND FOR MY THINGS LATER.



AWRIGHT, YA MEDIA VULTURES! BACK OFF!

OVER HERE!

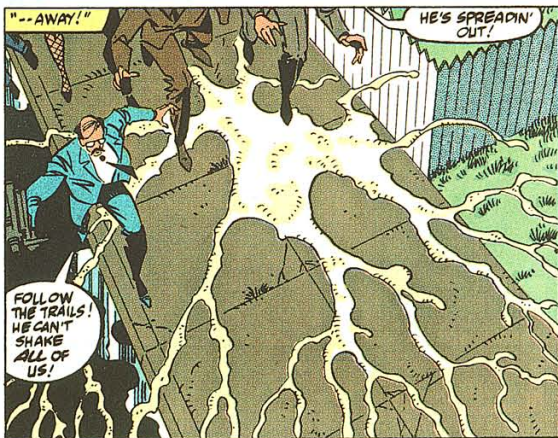


I SAID BACK!



NO GOOD! I WRECK ONE--

-- ANOTHER TAKES ITS PLACE! GOTTA GET--



"-- AWAY!"

HE'S SPREADIN' OUT!

FOLLOW THE TRAILS! HE CAN'T SHAKE ALL OF US!



ACTUALLY HE CAN!

HAD TROUBLE FITTIN' IN FOR SOME TIME NOW. CAN'T KEEP A STEADY JOB. LIVIN' ON PIECE WORK FROM SILVER SABLE!

AN' NOW I DON'T EVEN HAVE A HOME! LEAST I'M STILL AN AVENGER. OKAY, OKAY-- RESERVE AVENGER!

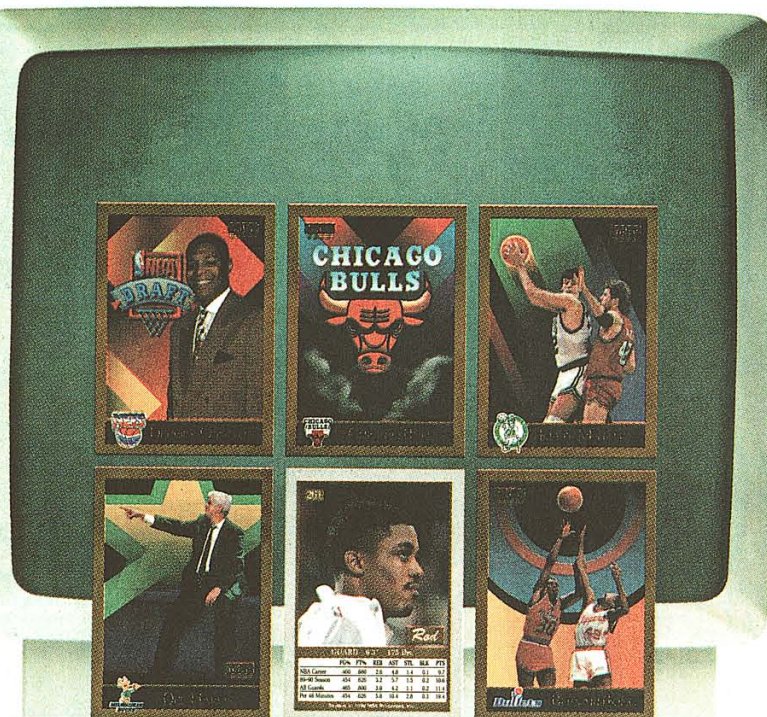


BUT AN AVENGER!



4

This isn't a computer game.



This is the real stuff.

SkyBox™, the real stuff from the NBA, is back in action with new Series II cards, including coaches, lottery draft picks, both new and traded players and team logo cards.

Like all the Inaugural Edition SkyBox cards, Series II cards were created by a team of graphic artists and computer designers using state-of-the-art technology.

The results are spectacular. The front of each player card features a unique computer-generated background that emphasizes

movement and action. On the back of each player card is a personality shot of the player and statistics generated by the official NBA Scouting Computer.

Look for SkyBox Series II cards wherever you buy trading cards.

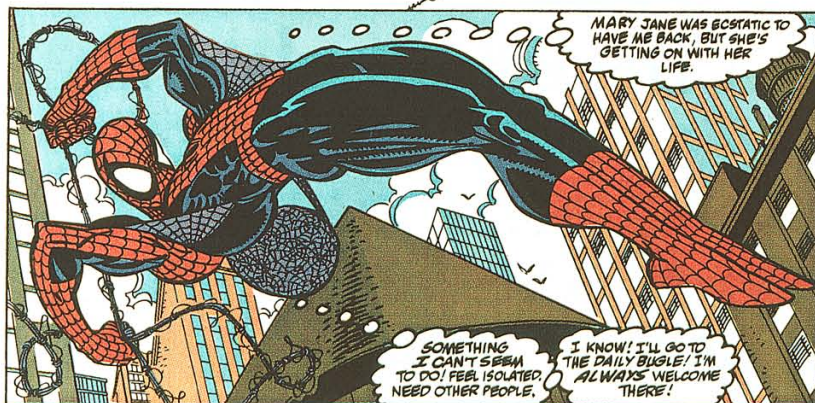
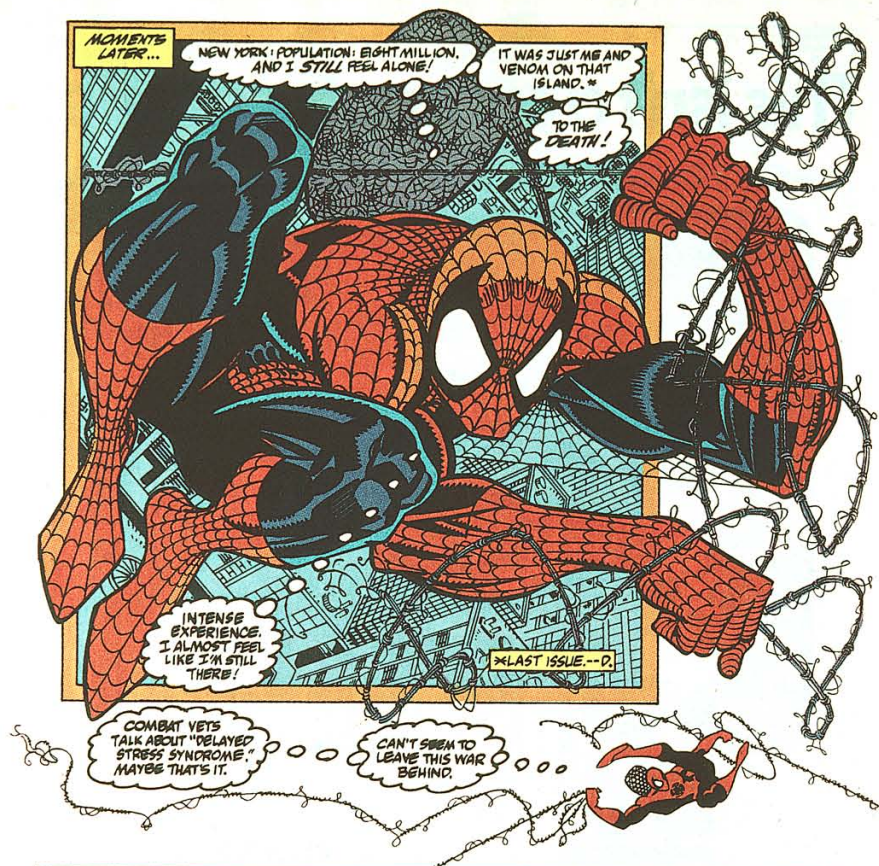
They're the real stuff.

Exclusive Free Offer: For a Special Limited Edition NBA Logo Card, send your full name, address, and date of birth to SkyBox, P.O. Box 26004M, Salisbury, MD 21802.



SKYBOX

The future of trading cards has never looked better



Play Raistlin's Game!

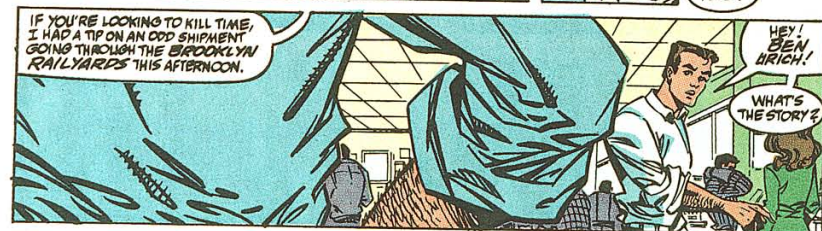
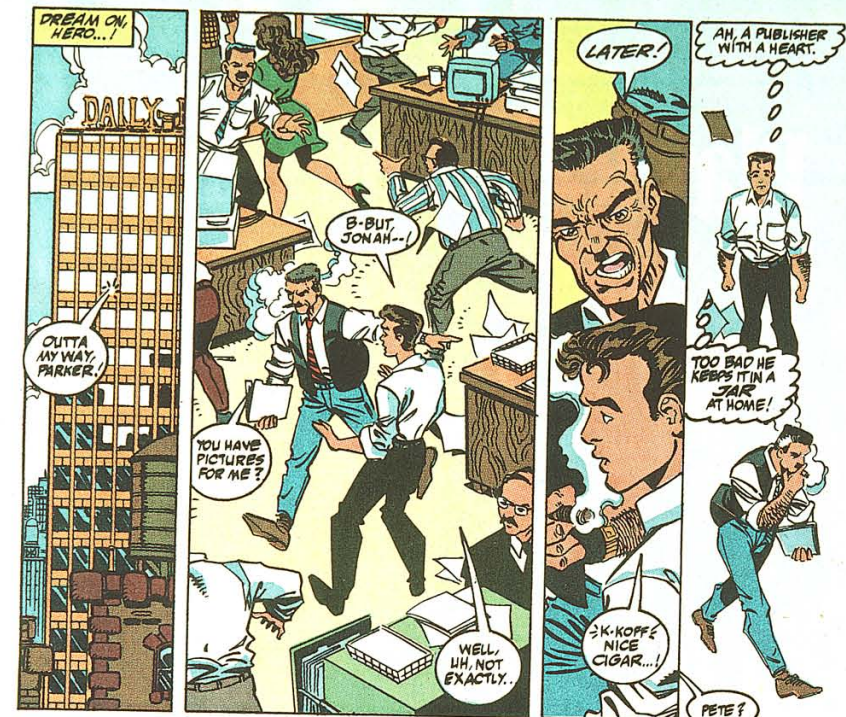


Mage Stones™ GAME

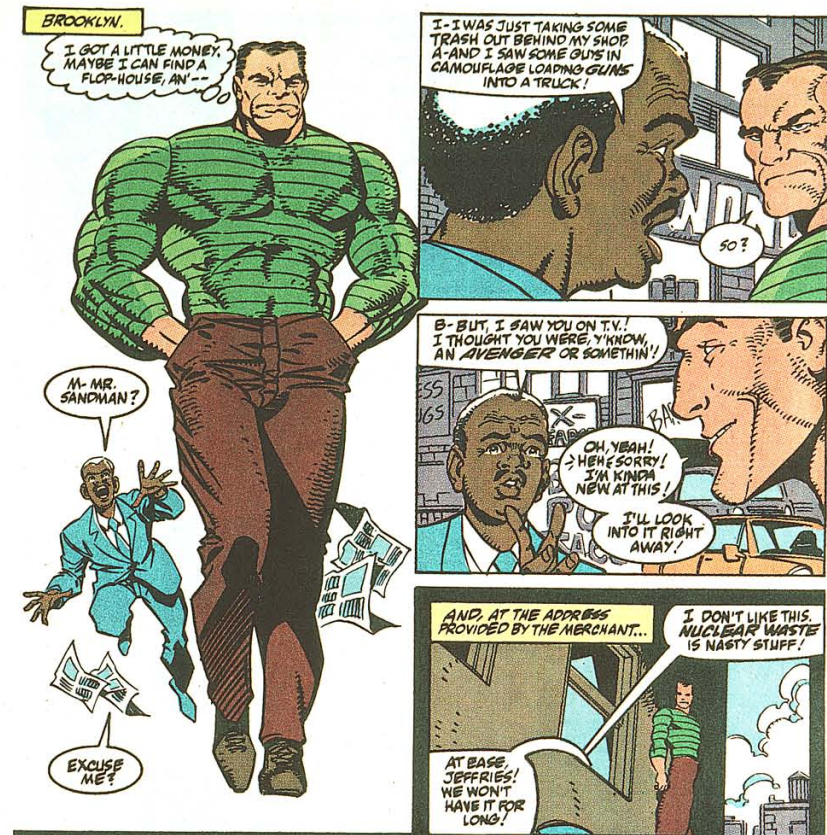
MAGE STONES™ is an exciting new game from TSR that is filled with fast-action and fun! This new game is said to have been created by Raistlin, one of the most famous wizards of the DRAGONLANCE® Saga.

When you play MAGE STONES, you'll use your strategic abilities and intrigue to force other players' stones off the board. It's a quick, exciting game that's easy to learn for two to six friends of all ages!

Available NOW at your local hobby shop! Pick up your copy today.



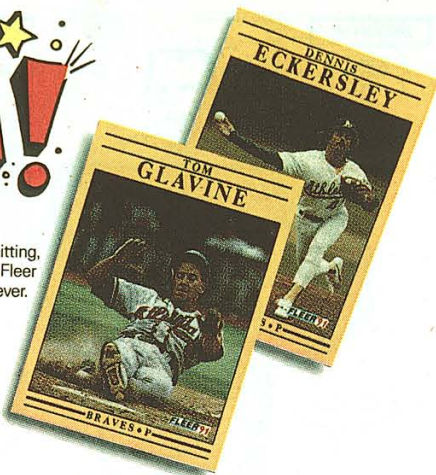
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9

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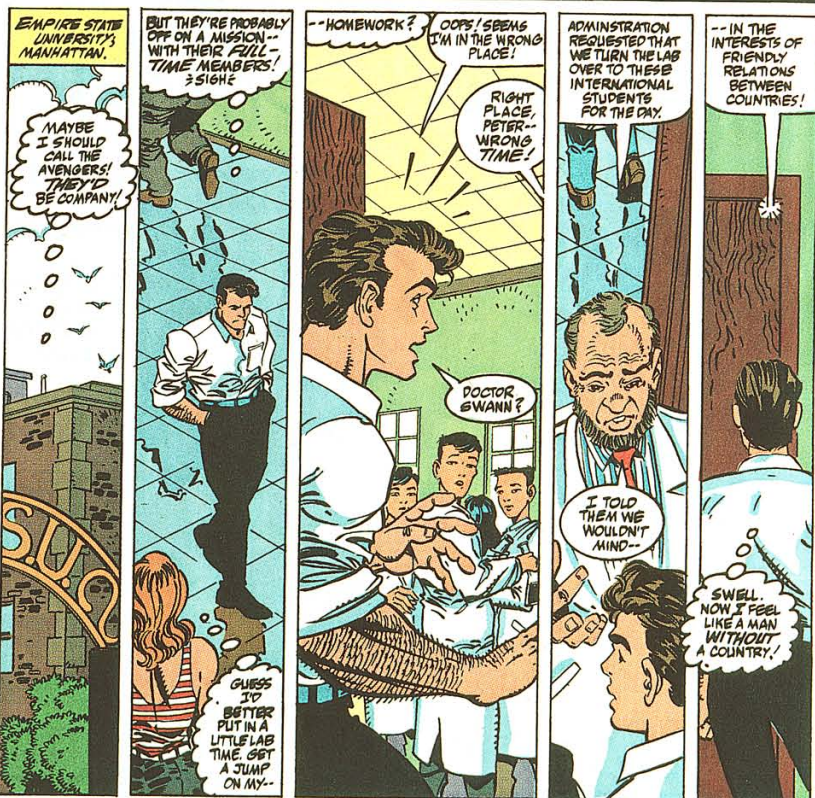
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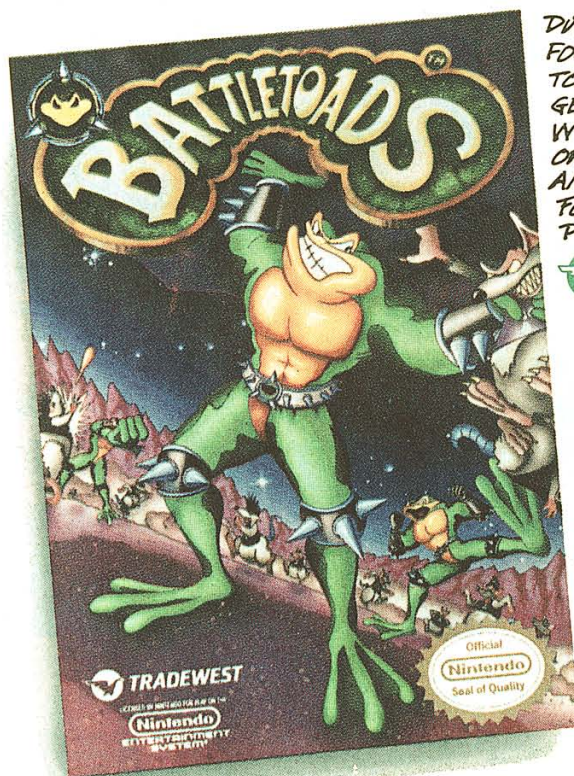
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NO COMFORT AT HOME. NO TIME AT THE BUGLE. NO ROOM AT THE INN--ER, LAB! MAYBE I WILL CHECK OUT BEN URICH'S TIP. MIGHT NOT MAKE FRIENDS, BUT AT LEAST IT'LL MAKE SOME BUCKS!



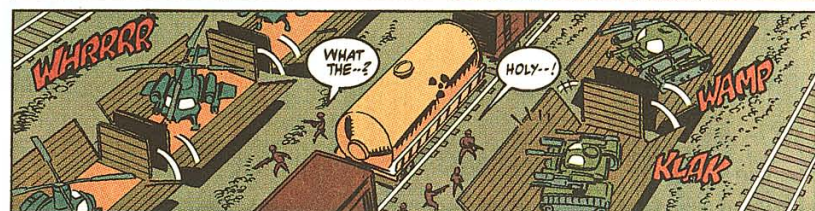
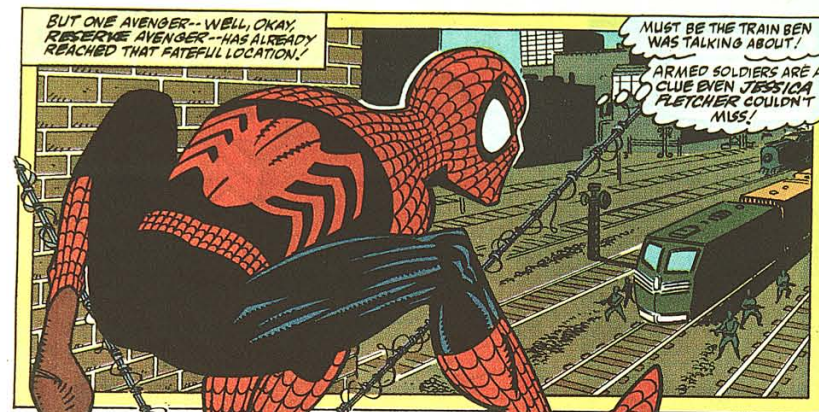
COMPARED
TO BATTLETOADS,
TURTLES SEEM
LIKE POND SCUM.

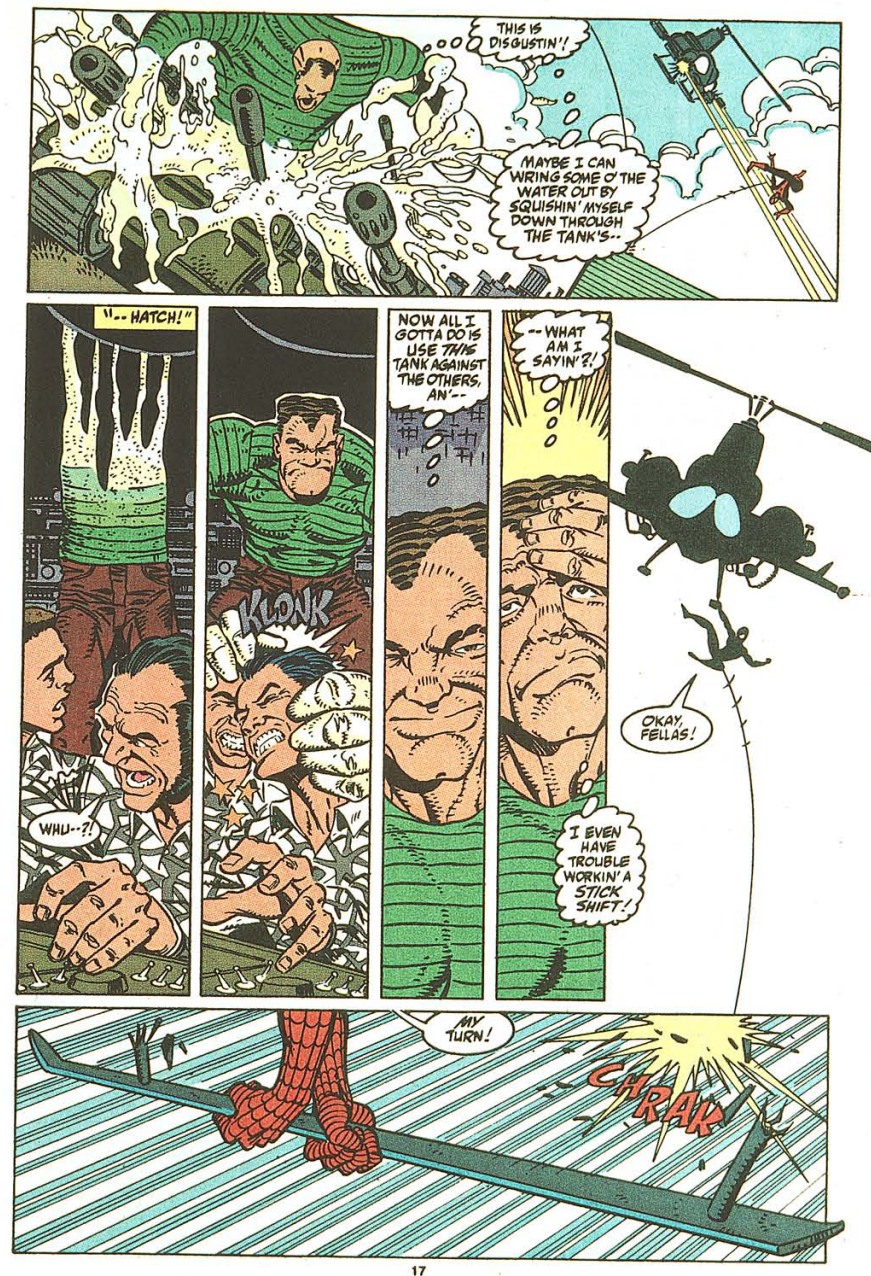
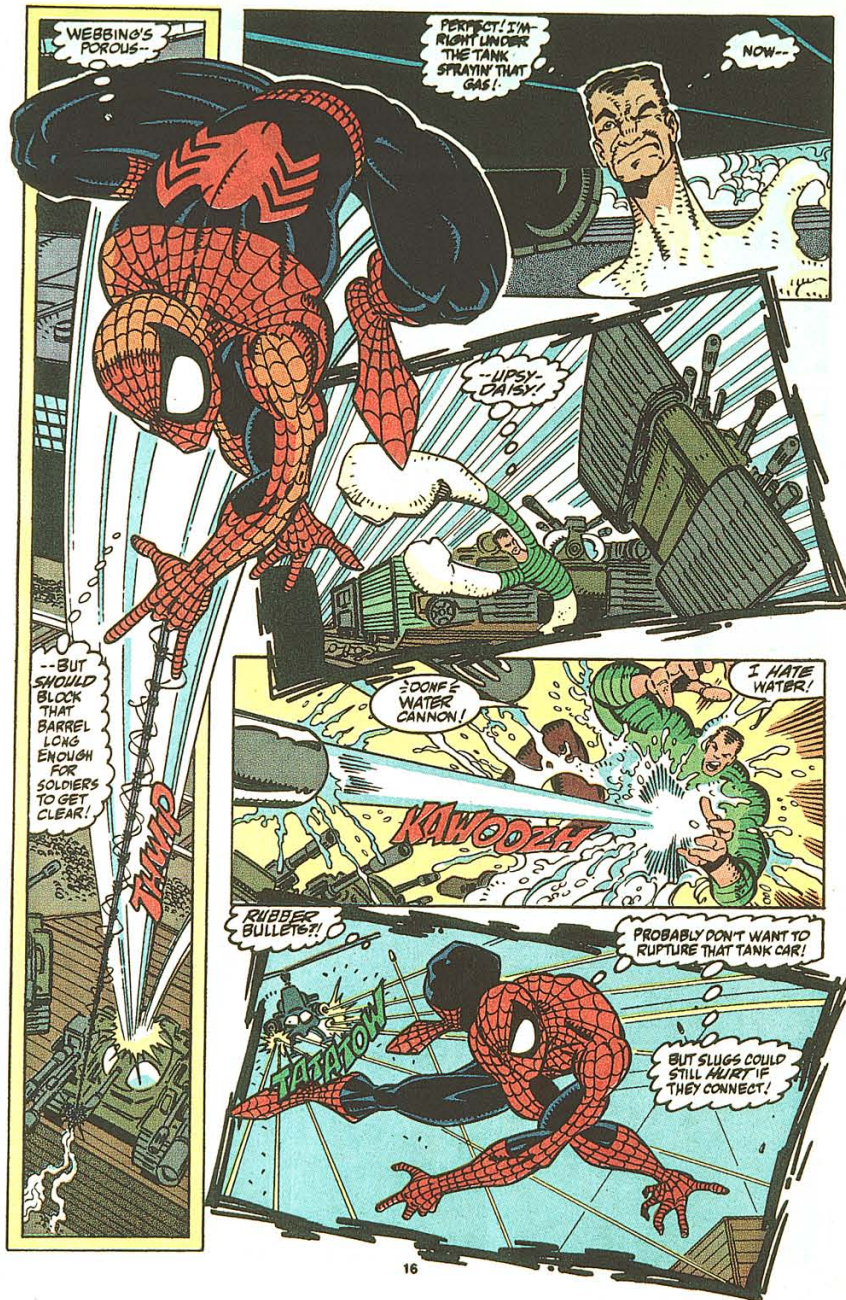


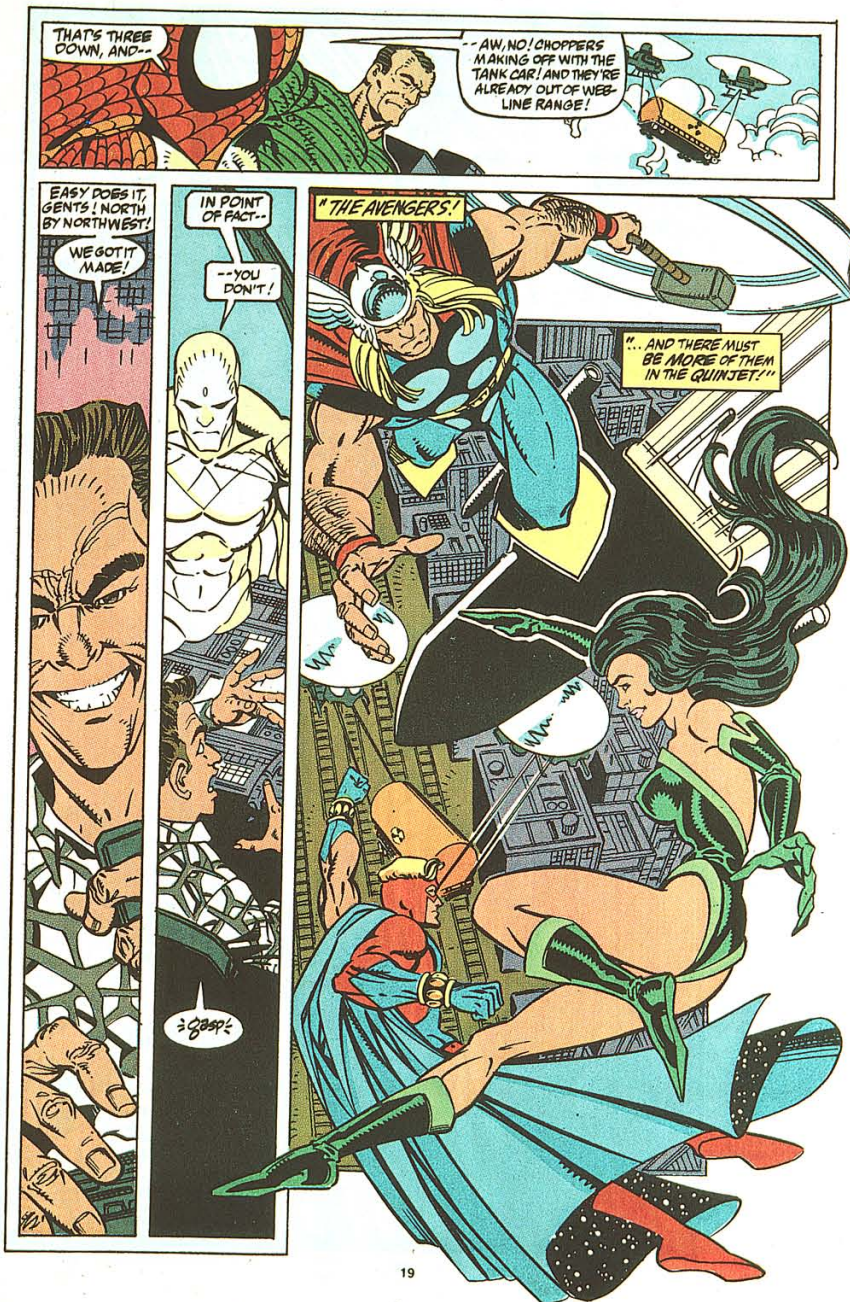
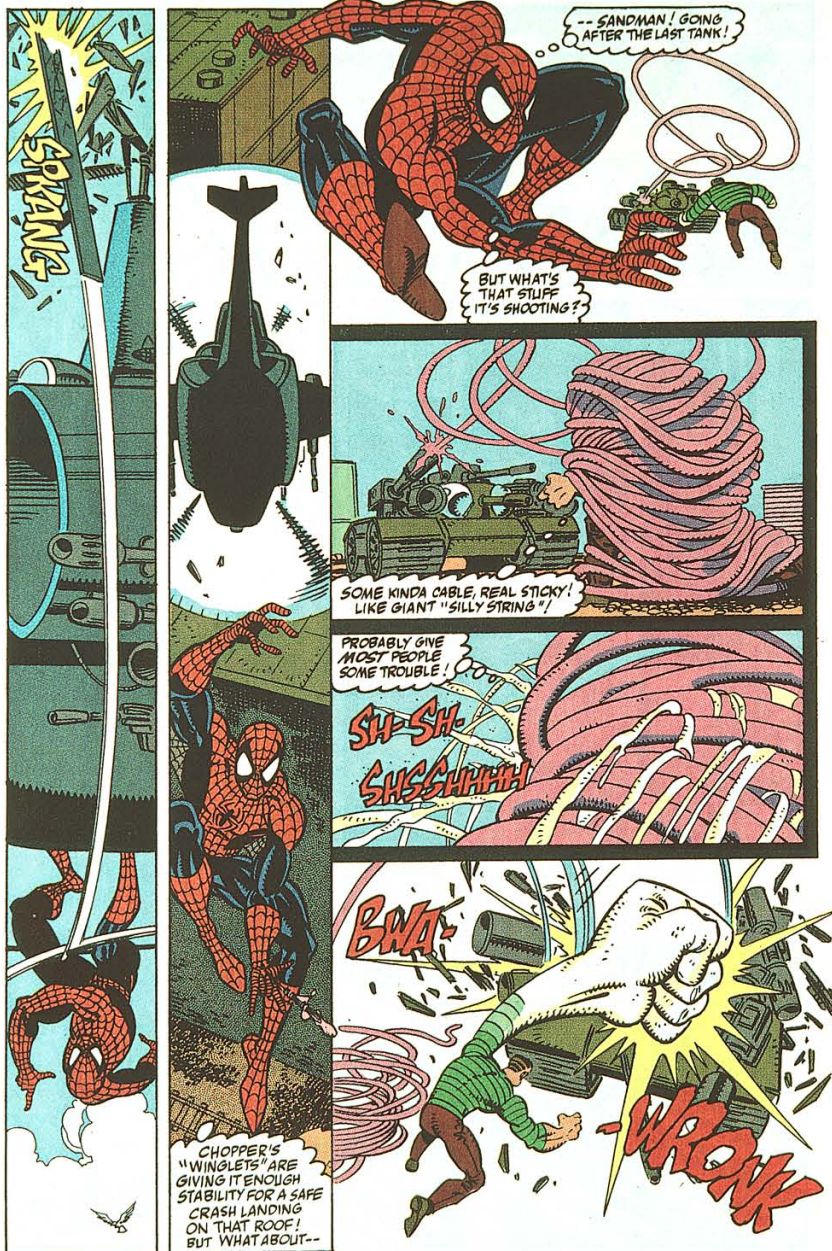
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PLAYERS.

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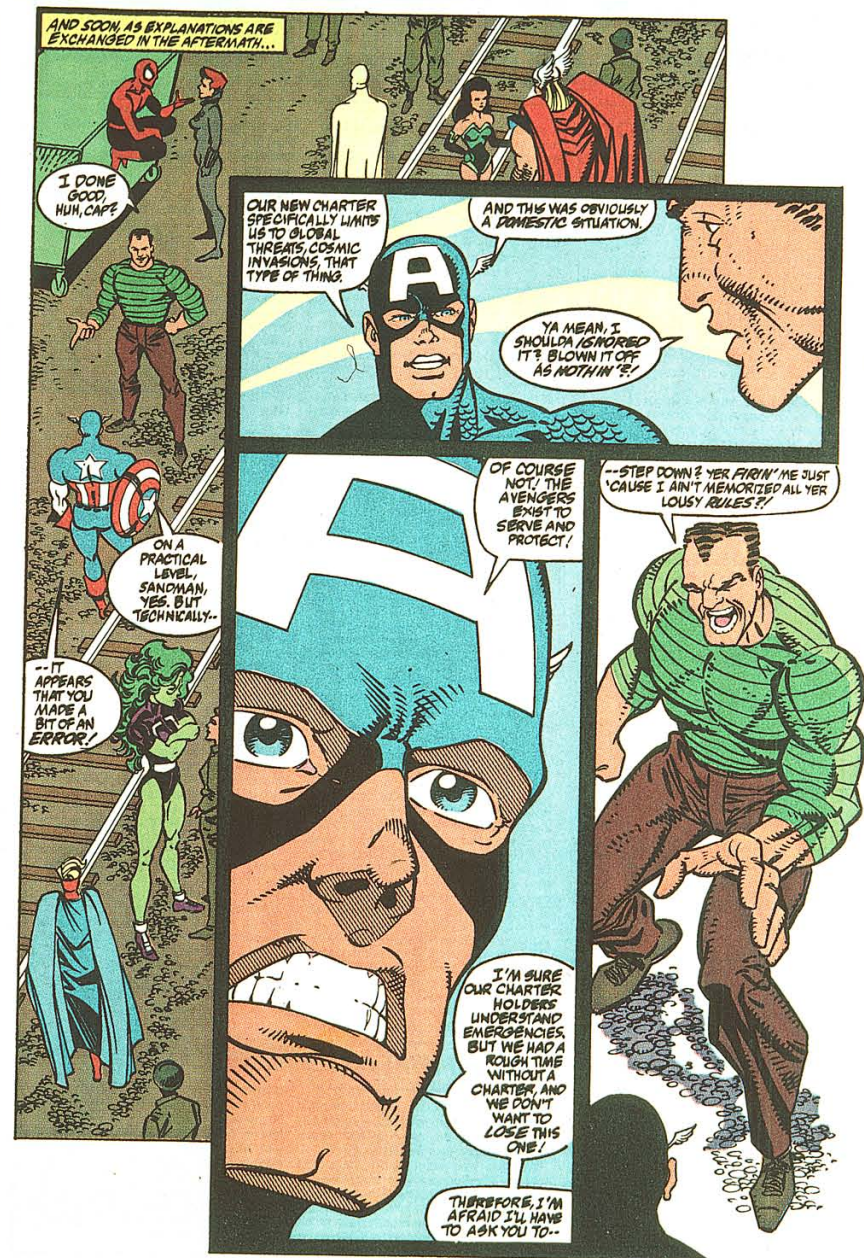
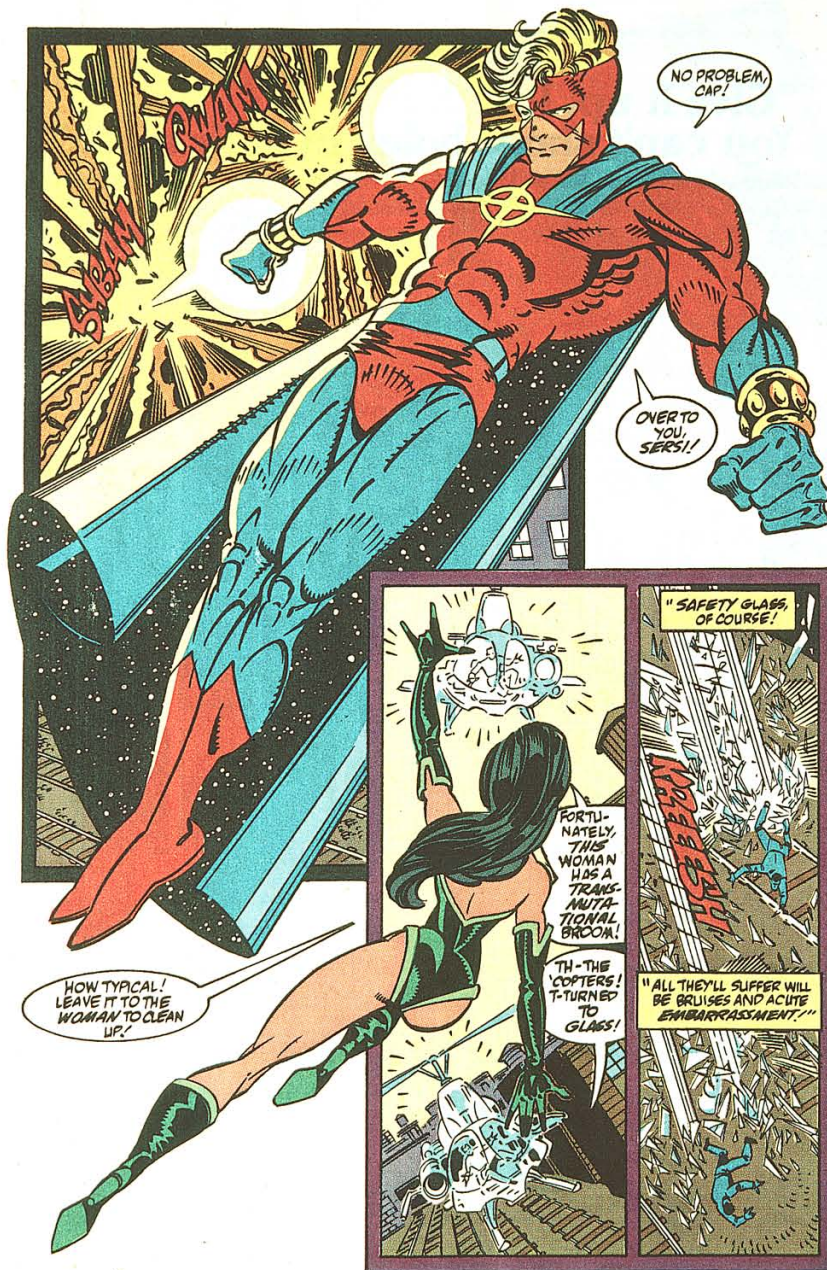
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Allow eight to ten weeks for delivery. Offer expires August 1, 1991.

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STAN'S SOAPBOX

Hi, Heroes!
Since the of Soapbox is the most widely-read column in all of comicdom, this is the perfect place to make two very special announcements.

Archie Comics has bought both Marvel and DC! That means from now on Wolverine and The Punisher will be dating Betty and Veronica in their spare time. As for Batman, he's hired Jughead, the Boy Wonder, in place of Robin!

Also, the X-Men have accepted the application of The Teenage Mutant Ninja Turtles to join their ever-expanding team! But it isn't true that Professor Xavier will be replaced by Splinter. Splinter is merely changing the prof into a turtle!

There's more, but I've run out of room. I've only enough space left to wish you —
HAPPY APRIL FOOL'S DAY!
Excelsior!

(Hey, anyone can go bonkers once in a while!)

ITEM! All Marvel editors have been required to shave their heads by April 30. It seems many of the male Marvel editors are balding, and are very sensitive about this. In an effort to avoid people's feelings being hurt, Marvel Editor in Chief Tom DeFalco was the first to take a razor to his own head. Many have commented that Tom's new look makes him look more distinguished, sort of like Sinbad O'Connor. Said Tom, "Since most of our people were losing their hair anyway, it seemed like the only decent thing to do." APRIL FOOL!



ITEM! Editor Renée Witterstaetter promised a new direction for WHAT THE—?! this year. Said Renée, "WHAT THE—?! will be grimmer and grittier this year. We're trying for a much darker feel for the book." As Renée put it, "A lot of fans were writing

in saying the book was not taking itself seriously enough. They felt the book was just a big joke. Well, not any more!" Renée added that "I want to prove that I thirst for blood, just like Bobbie Chase said she does!" APRIL FOOL!

ITEM! Let's all have a big hand for Publisher's Assistant Coordinator Kevin Tang, who as we all know, was the big winner last Halloween in the Limbo and Human Snake competitions. Kevin recently took a position in the Sales Department, serving as Assistant to Skip Dietz. Also, our old buddy Dan Slott (who was last seen filling in as Ralph Macchio's assistant) is back, now serving as Marvel's one-man Art Return Department. Congratulations, you guys. Now, pack your bags! You're both fired! Get out of here! APRIL FOOL!

ITEM! The Marvel staff was treated to a surprise visit the other day from funnyman Bob Hope. Bob says he's always been a big fan of Mighty Marvel, and had always wanted to do a show in the Marvel offices. So much to the delight of everyone, Bob rigged up a makeshift stage and performed an impromptu show. Bob quipped, "I did a show at DC the other week, and I gotta tell you, it was a little strange. They made me use a phone booth for a dressing room!" The

whole Marvel staff was delighted by Bob's visit—it was as if we were watching a USO show, or even one of Bob's NBC specials. APRIL FOOL!

ITEM! Well, we're all pleased as punch about the colossal success of the new TOXIC AVENGER #1! It's turning out to be the most successful comic of all time! We've sold over five billion copies, more than one for every man, woman, and child on Earth! Naturally we'll be reprinting TOXIE #1 in as many formats as possible. We're planning new printings with green, gold, and blue covers, and—here's the part we're really excited about—we'll be printing one issue using actual toxic waste! APRIL FOOL!

ITEM! Editor Mike Rockwitz stunned the comic world recently when he announced his retirement from comic book editing. Rockwitz will be opening up a White Castle hamburger restaurant in Queens, New York, where he plans to spend the rest of his days eating as many of those square

little hamburgers as humanly possible. Mike has always loved White Castle, and feels this is the best way to give back to something that's given so much to him. APRIL FOOL!

ITEM! In a surprise development, it was announced recently that THE PUNISHER IS ACTUALLY A MUTANT! This came as a big shock to everyone, until we discovered that his mutant power is the ability to sell lots of comics. Look for our newest title, X-PUNISHER, coming soon. APRIL FOOL!

ITEM! You all know that editor Don Daley is a big jogging buff, but here's something that may really raise your eyebrows. Don's next race is a three-mile foot race along the bottom of the ocean! When asked how he plans to train for this aquatic event, Don responded, "I'm going to start holding my breath!" APRIL FOOL!

ITEM! SLEEPWALKER is a brand-new title debuting this month, and it's a superhero book with an unusual twist. The comic concerns the adventures of a crimefighter who walks around in his sleep, defeating criminals by accidentally bumping into them! APRIL FOOL! Actually SLEEPWALKER is about a man whose dreams summon a crimefighting being from another dimension! It's by Bob Budiansky and Bret Blevins, and it promises to be the sleeper hit of the year! GROAN!

ITEM! Assistant editor Suzanne Dell'Orto finally had her name mentioned on the Bullpen Bulletin Page. APRIL FOOL!

ITEM! We've got lots of other first issues going on sale this month, such as the third DAMAGE CONTROL Limited Series (this one by Dwayne McDuffie and Kyle Baker), SAMURAI CAT, and CAR WARRIORS! APRIL FOOL! Those titles aren't really coming out! APRIL FOOL! Yes, they are! We were just kidding! APRIL FOOL! But not really! APRIL FOOL! No, but really they are! We really had you going that time. APRIL FOOL! Not! Hal! By now, you're so confused you won't know if they're coming out or not, so you'll just have to keep haunting your comic shop to find out!



HONEST HYPE HONEST HYPE HONEST HYPE BOX HONEST HYPE HONEST HYPE

So many companies have been banging on our door wanting to use our characters on their products, you'd think that half the business world was run by Marvel fans. And with all those companies starting to come out with their great Official Marvel Licensed Products (you know, those nifty things like toys, trading cards, PVC figures, gift items, clothes, bedding—hey, take our word for it, the Nineties is going to be the decade for Marvel merchandise) the phones have been

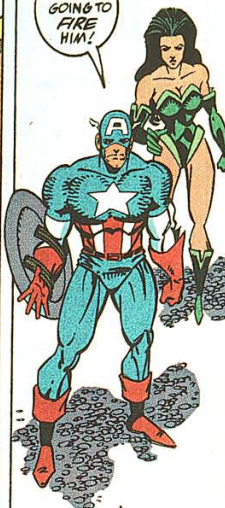
ringing off the hooks and tons of mail have been coming in from frantic fans wanting to know where in the name of Aunt May's wheatcakes can they get all this stuff?

Well, worry no more, pilgrim! Starting on April 1st the Spencer Gifts store chain is launching what we modestly consider to be the most spectacular Marvel merchandise promotion yet! For one month, each of the 440 Spencer Gifts stores nationwide is

going to be jam-packed with Marvel comics, collectibles, merchandise and more! There'll be personal appearances by your favorite Marvel super heroes and villains and... well, we could go on and on, but words can't even begin to describe the fun you'll have seeing for yourself what's inside the Spencer Gifts stores. To find out where the closest Spencer Gifts store is to where you live, call 1-800-762-0419. So check it out—tell 'em Marvel sent you!

WELL, I'LL TELL YA WHAT YA CAN DO WITH YER PRIVATE LITTLE CLUB, BIGSHOT! YA CAN STICK IT WHERE IT WON'T GET SUNBURNED!

BUT I WASN'T GOING TO FIRE HIM!



I WAS JUST GOING TO ASK HIM TO BE MORE CAREFUL!



'CAUSE I DON'T NEED YOU, EITHER!

HE'S HOTHEADED, CAP. LET HIM GO.

PERHAPS WE'LL COME TO HIS SENSES... IN TIME.



GREAT. NO HOME, NO JOB... AN' NOW I DON'T EVEN GET NO SELF-RESPECT!

WHAT AM I SUPPOSED TO DO, WAIT AROUND FOR SILVER SABLE TO Toss ME A BONE?



I SWORE I'D GIVE UP CRIME. BUT NOW--

-- THAT MIGHT BE THE ONLY WAY! #6



* INTRIGUED? THEN CHECK OUT THE YEAR'S AMAZING SPIDER-MAN ANNUAL -- ON SALE IN TWO MONTHS.



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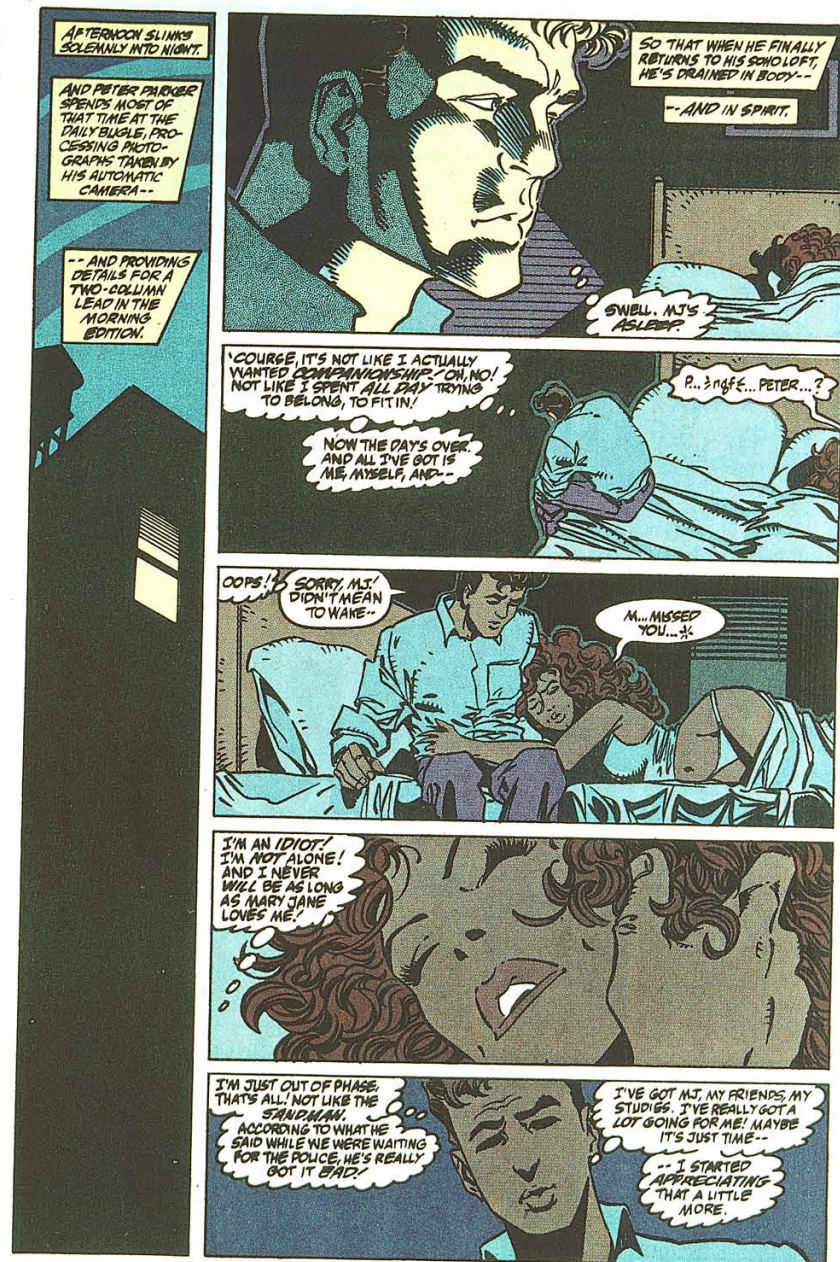
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THE MESS JUST GOT WORSE---
THEY'VE GONE HOLLYWOOD!

DAMAGE CONTROL



Marvel's favorite maintenance engineering workforce has an all new limited series written by Dwayne McDuffie with art by Kyle Baker and Ernie Colon.

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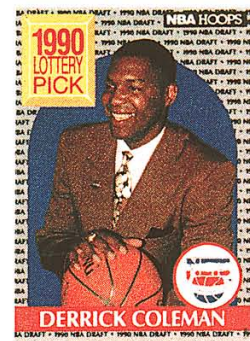
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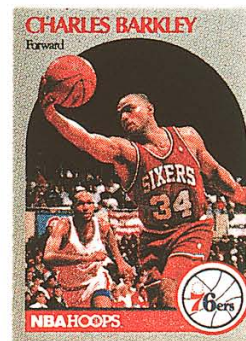
You know they can play. What else do you know?



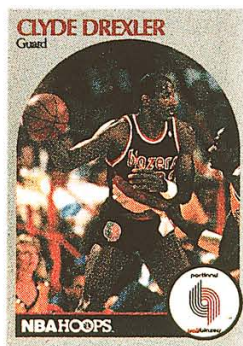
Named NBA's best sixth man
in which two seasons?



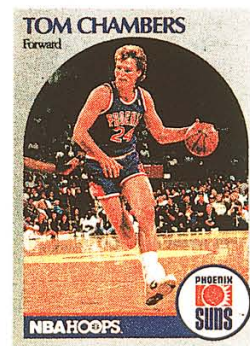
What # pick was he selected
in the 1990 NBA draft?



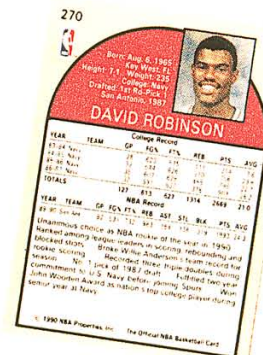
Led the NBA in
rebounding in what year?



Where did
he play college ball?



What is his middle name?



What is his uniform number?

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